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Counsel to Official Committee of  
Unsecured Creditors

UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF OREGON

In re

SeaPort Airlines, Inc.

Debtor.

Case No. 16-30406-tmb11

VERIFIED STATEMENT UNDER  
FEDERAL RULE OF BANKRUPTCY  
PROCEDURE 2019

I, Douglas R. Pahl, declare and state as follows:

1. I am an attorney licensed to practice law in Oregon, and a partner with the law firm Perkins Coie LLP.

2. On February 1, 2016, Clara McClurg of the United States Trustee's Office, appointed a committee of unsecured creditors (ECF No. 59). On February 29, 2016, this Court entered an Order Authorizing Retention of Perkins Coie as Attorneys for the Official Committee of Unsecured Creditors (the "Committee") (ECF No. 120). I am the attorney primarily responsible for representing the Committee in connection with this case. The following creditors have agreed to serve on the Committee:

Creditor	Creditor's Address	Unsecured Claim Amount as February 5, 2016
JA Flight Services, LLC	c/o Bruce A. Jacobs President 43 W 700 US Route 30 Sugar Grove, IL 60554	Affiliate: Executive Express Aviation, LLC - \$165,458.50
Olson Brooksby PC	c/o Scott Brooksby, Esq. 200 Pacific Building 520 SW Yamhill Street Portland, OR 97204	\$55,676.09
Memphis Propeller Service, Inc.	c/o Mark Matthews President 11098 Willow Ridge Drive Olive Branch, MS 38654	\$27,788.42

3. The Committee elected Mr. Jacobs to serve as chairman of the Committee.

4. Mr. Jacobs serves as the representative of Executive Express Aviation, LLC, which is owned by Southern Airways Corp ("Southern"). JA Flight Services, LLC ("JA Flight") owns approximately 10% of Southern. Mr. Jacobs is a 50% partner of JA Flight and serves as its president. JA Aero LLC ("JA Aero") and JA Flight were prepetition lessors of aircraft to the Debtor. The Debtor terminated these leases prior to the petition date. Although presently unscheduled as unsecured creditors, JA Aero and JA Flight anticipate filing proofs of claim. Both JA Aero and JA Flight currently lease aircraft to Southern. Finally, on or about February 26, 2016, Southern purchased Sun Air Express LLC ("Sun"), a commuter airline business that is licensed to serve Essential Air Service routes and therefore could be eligible to serve such routes now being served by the Debtor.

*I hereby declare that the above statement is true to the best of my knowledge and that I understand it is made for use as evidence in court and is subject to penalty of perjury.*

DATED this 19th day of April, 2016

/s/ Douglas R. Pahl

Douglas R. Pahl

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the date shown below the foregoing VERIFIED STATEMENT UNDER FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019 was electronically filed with the Clerk of Court using the CM/ECF system, which will send a Notice of Electronic Filing to all CM/ECF participants, which includes Debtor's counsel, the United States Trustee's office and parties requesting notice electronically, and a copy of the pleading will be sent via U.S. Mail on the date shown below to the following parties:

Franklin C. Adams POB 1028 Riverside, CA 92502-1028 <i>Creditor San Diego County Regional Airport Authority</i>	Michael J. Edelman 1633 Broadway 47th Floor New York, NY 10019 <i>Creditor Aircraft Lease Finance III</i>
Tulare County Tax Collector Attn Jorge Garcia Depty Tax Collector 221 S Mooney Blvd Rm 104-E Visalia, CA 93291-4593	Mark J. Wolfson 100 N Tampa St #2700 Tampa, FL 33602 <i>Interested Party Airlines Reporting Corp.</i>

DATED this 19th of April, 2016

PERKINS COIE LLP

/s/ Douglas R. Pahl  
Douglas R. Pahl, OSB No. 950476

Counsel to Official Committee of Unsecured Creditors